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2004 NOV -2 P 1:46

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CLERK U.S. DISTRICT COURT
 DISTRICT OF NEVADA

**UNITED STATES DISTRICT COURT
 FOR THE DISTRICT OF NEVADA**

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10 **DEPRO LIMITED, L.L.C.**, a Nevada
 11 Limited Liability Company, and **WESTERN**
 12 **Elite**, a Nevada Corporation,
 13 Plaintiffs,
 14 vs.
 15 The UNITED STATES OF AMERICA,
 16 BRUCE BABBITT, Secretary of the Interior;
 17 UNITED STATES DEPARTMENT OF THE
 INTERIOR, BUREAU OF LAND
 18 MANAGEMENT; and CURTIS L.
 TUCKER, Area Manager, Caliente Resource
 Area, Bureau of Land Management,
 19 Defendants.

Case No.: CV-S-98-01012-PMP(LRL)

DECLARATORY JUDGMENT AND ORDER QUIETING TITLE

This matter came before the Court on Plaintiffs' Complaint for Declaratory Judgment, Injunctive Relief and an Order Quieting Title.

At issue is title to sand and gravel (defined hereinafter to include silt and other common borrow material) found on property (the "Property") legally described as:

- a. The East ½ of Section 24 Township 11 South, Range 62 East, M.D.B.&M.
- b. The East ½ of the West ½ of Section 24 Township 11 South, Range 62 East, M.D.B.&M.

c. The East ½ of the Northeast ¼ of Section 25 Township 11 South, Range 62 East, M.D.B.&M.

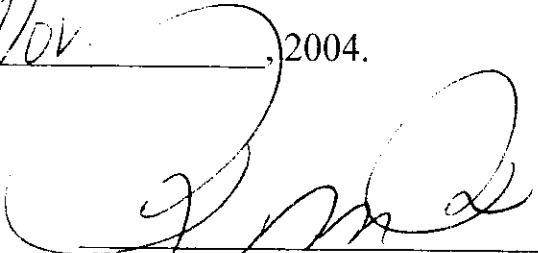
Plaintiff Western Elite holds title to a portion of the Property, legally described as the Southeast ¼ of the Southeast ¼ of Section 24, Township 11 South, Range 62 East M.D.B.&M. Plaintiff BedRoc Limited, LLC holds title to the remainder of the Property.

The merits of this case were decided on appeal by the United States Supreme Court, in *Bedroc Limited, LLC, et al. v. United States of America*, 02-1593, 124 S.Ct. 1587 (Mar. 31, 2004). For the reasons set forth in the opinion of the United States Supreme Court, which is incorporated herein by reference, the Court hereby grants Plaintiffs' prayer for relief as follows:

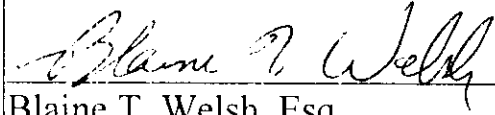
1. Pursuant to 28 U.S.C. § 2201 - 2202, DECLARATORY JUDGMENT IS HEREBY ENTERED declaring that the sand and gravel on the Property are not "valuable minerals" within the meaning of the Pittman Underground Water Act, 43 U.S.C. §§ 351 - 355 (repealed) (the "Pitman Act"), that the sand and gravel, were not reserved to the United States of America by the March 12, 1940 Pitman Act Patent conveying the Property to Newton and Mabel Butler (the "Butlers"), and that title to the sand and gravel on the Property passed to the Butlers via the March 12, 1940 Pitman Act Patent.

2. JUDGMENT IS FURTHER ENTERED, pursuant to 28 U.S.C. § 2409a, quieting title to the sand and gravel on the Property exclusively in Plaintiff BedRoc Limited, LLC and Plaintiff Western Elite, Inc. for each Plaintiff's respective portion of the Property.

DATED this 2nd day of Nov., 2004.


HON. PHILLIP M. PRO
UNITED STATES DISTRICT COURT

1 Approved as to form:

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9 Submitted by:

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27 *BedRoc Limited, L.L.C., et al v. The United States of America, et al.*; Case No CV-S-98-01012-PMP(LRL) - Declaratory
28 Judgment and Order Quietening Title